



SO ORDERED.

SIGNED this 28 day of July, 2009.

**THIS ORDER HAS BEEN ENTERED ON THE DOCKET.
PLEASE SEE DOCKET FOR ENTRY DATE.**

Marcia Phillips Parsons

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TENNESSEE
(Greeneville Division)**

In re:

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APPALACHIAN OIL COMPANY, INC.,

*

Case No. 09-50259

Debtor.

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Chapter 11

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**AGREED ORDER APPROVING FIRST INTERIM APPLICATION OF PROTIVITI
INC. AS FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR ALLOWANCE OF COMPENSATION AND FOR
REIMBURSEMENT OF EXPENSES FOR MARCH 2, 2009 THROUGH MAY 31, 2009**

Upon the First Interim Fee Application (the "Application") of Protiviti Inc., ("Protiviti") as Financial Advisors for the Official Committee of Unsecured Creditors (the "Committee") appointed in the above-captioned chapter 11 case, for interim allowance of compensation and reimbursement of expenses for the period from March 2, 2009 through May 31, 2009 (the "First Interim Fee Period"), pursuant to 11 U.S.C. § 331, and adequate notice of such application having been given, the Objection to the Application filed by the Debtor (the "Debtor's

Objection”), the parties having resolved the Debtor’s Objection as set forth in this Agreed Order,

IT IS ORDERED:

1. That Protiviti is allowed compensation for professional services rendered in the amount of \$91,378.00 for the First Interim Fee Period from March 2, 2009 through May 31, 2009;
2. That Protiviti is allowed reimbursement of its actual and necessary expenses in the amount of \$119.24 for the First Interim Fee Period from March 2, 2009 through May 31, 2009;
3. That the compensation to and reimbursement of Protiviti approved herein shall solely be paid from funds held by Committee’s counsel pursuant to the Order Approving Compromise and Settlement by and among Debtor, Official Committee of Unsecured Creditors, Greystone Business Credit II, LLC, Former Shareholders and Landlords entered on June 10, 2009; provided, however, that the funds allocated for payment of the Committee’s Professionals (the “Carve Out Funds”) in the Final Order Authorizing Debtor-in-Possession Financing and Use of Cash Collateral entered on April 14, 2009 have been used to pay allowed fees for Committee’s counsel; in the event the Carve Out Funds have not been fully utilized to pay Committee counsel the unused portion of the Carve Out Funds shall be used to pay Protiviti’s fees an reimbursements allowed herein; and
4. That the Debtor's right to object to future fee applications of Protiviti is preserved.

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APPROVED FOR ENTRY:

/s/ Mark S. Dessauer

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